

EXHIBIT A

CERTIFICATION OF DANIEL S. SHAMAH

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	Chapter 11
FIELDWOOD ENERGY III LLC, <i>et al.</i>,	§	
	§	Case No. 20-33948 (MI)
Post-Effective Date Debtors.¹	§	
	§	(Jointly Administered)
	§	

CERTIFICATION OF DANIEL S. SHAMAH

I, Daniel S. Shamah, certify as follows:

1. I am a partner at O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors.

2. I have read OMM’s final fee application for allowance of compensation for services rendered as special counsel to the Restructuring Committee for the period of March 18, 2020 through August 27, 2021 (the “**Application**”). To the best of my knowledge, information, and belief, the compensation and expense reimbursement sought in the Application is in conformity with the Bankruptcy Code, the Local Rules for Southern District of Texas, and the Fee Guidelines.

¹ The Post-Effective Date Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, as applicable, are: Fieldwood Energy III LLC (6778); Fieldwood Energy Offshore LLC (4494), Fieldwood Energy Inc. (4991), GOM Shelf LLC (8107), and FW GOM Pipeline, Inc. (8440). Fieldwood Energy III LLC, Fieldwood Energy Offshore LLC, and Fieldwood Energy Inc. are managed and operated by the Plan Administrator, whose primary mailing address is 16255 Ventura Blvd., Suite 440, Encino, CA, 91436, C/O of Province LLC. GOM Shelf LLC and FW GOM Pipeline, Inc. (collectively, the “**Post-Effective Date FWE I Subsidiaries**”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422).

3. In connection therewith, I hereby certify that:

- (a) The fees and disbursements sought in the Application are billed at rates customarily employed by OMM and generally accepted by OMM's clients. In addition, none of the professionals seeking compensation varied their hourly rates based on the geographic location of the Debtors' cases;
- (b) In providing a reimbursable expense, OMM does not make a profit on that expense, whether the service is performed by OMM in-house or through a third party;
- (c) In accordance with Bankruptcy Rule 2016(a) and Bankruptcy Code section 504, no agreement or understanding exists between OMM and any other person for the sharing of compensation to be received in connection with these chapter 11 cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules and Local Rules; and
- (d) All services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

4. Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

Executed on October 11, 2021

/s/ Daniel S. Shamah

Daniel S. Shamah

Partner

O'Melveny & Myers LLP

EXHIBIT B

DETAILS OF FEES AND EXPENSES

SUMMARY OF TIMEKEEPERS INCLUDED IN THIS FEE APPLICATION						
NAME	TITLE OR POSITION	DEPARTMENT GROUP, OR SECTION	BAR ADMISSION YEAR	HOURS	RATE	AMOUNT
David J. Johnson Jr.	Partner	Corporate	1985 - CA 2005 - DC 2006 - NY 2013 - HK	48.80	\$1,475.00	\$71,980.00
Daniel S. Shamah	Partner	Bankruptcy & Restructuring	2007 - NY	57.00	\$1,180.00	\$67,260.00
Chris Del Rosso	Partner	Corporate Tax	2004 - NY 2008 - CA	0.30	\$1,155.00	\$346.50
Adam P. Haberkorn	Counsel	Bankruptcy & Restructuring	2015 - NY	78.80	\$980.00	\$77,224.00
Zachary A. Greenberg	Counsel	Corporate	2013 - AZ 2018 - CA	5.20	\$980.00	\$5,096.00
Kai Zhu	Associate	Bankruptcy & Restructuring	2018 - NY	121.40	\$810.00	\$98,334.00

SUMMARY OF TIMEKEEPERS INCLUDED IN THIS FEE APPLICATION						
NAME	TITLE OR POSITION	DEPARTMENT GROUP, OR SECTION	BAR ADMISSION YEAR	HOURS	RATE	AMOUNT
Ciara Charpié	Paralegal	Litigation	N/A	10.30	\$340.00	\$3,502.00
Kristin Godfrey	Case Manager	Litigation	N/A	4.60	\$415.00	\$1,909.00
Leah J. Kates	Assistant	Litigation	N/A	3.40	\$190.00	\$646.00

Summary of Compensation Requested by Project Category			
MATTER CODE	PROJECT CATEGORY	HOURS	AMOUNT
B110	Case Administration	13.60	\$13,330.00
B160	Fee/Employment Application	123.10	\$95,143.00
B260	Restructuring Committee	100.20	\$121,144.50
B320	Plan and Disclosure Statement	37.40	\$40,647.00
L450	Hearing	55.50	\$56,033.00

Summary of Expense Reimbursement Requested by Category	
CATEGORY	AMOUNT
Copying (Copitrak - Internal)	\$3.45
Lasertrak Color Printing	\$415.00
Lasertrak Printing	\$95.25
Text Editing / Proofreading	\$82.35
Total	\$596.05

EXHIBIT C

MONTHLY FEE STATEMENTS

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY LLC, et al., Debtors.¹	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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**MONTHLY FEE STATEMENT OF O'MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM MARCH 18, 2021 THROUGH MARCH 31, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from March 18, 2021 through March 31, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	13.70	\$1,475.00	\$20,207.50
Daniel S. Shamah	Partner	2007 - NY	18.50	\$1,180.00	\$21,830.00
Adam P. Haberkorn	Counsel	2015 - NY	27.90	\$980.00	\$27,342.00
Zachary A. Greenberg	Counsel	2013 - AZ 2018 - CA	5.20	\$980.00	\$5,096.00
Kai Zhu	Associate	2018 - NY	58.30	\$810.00	\$47,223.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Case Administration	11.00	\$10,667.00
Fee/Employment Applications	50.80	\$41,223.00
Restructuring Committee	34.90	\$40,739.50
Plan and Disclosure Statement	19.10	\$21,232.00

Hearing	7.80	\$7,827.00
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4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. The disbursements incurred by OMM for this Statement are as follows:

Expense Category	Total Expenses
Copying/Printing	\$43.00
Text Editing	\$37.35
Total	\$80.35

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$97,439.15 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$121,698.50
20% Holdback	\$24,339.70
80% of Fees	\$97,358.80
Costs (100%)	\$80.35
Total	\$97,439.15

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of (i) \$97,358.80 (80% of \$121,698.50) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee by OMM and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$80.35 incurred on behalf of the Restructuring Committee by OMM.

Dated: June 22, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

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F: +1 310 246 6779
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Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

OMM Matter: 0264910-00001

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through March 31, 2021

Total Fees	\$121,698.50
Total Disbursements	\$80.35
Total Current Invoice	\$121,778.85

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through March 31, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B110 CASE ADMINISTRATION					
03/18/21	A HABERKORN	ATTENTION TO CORRESPONDENCE AND DRAFTING / REVISING DILIGENCE LIST	0.8	980.00	784.00
03/18/21	D SHAMAH	CONFER W/ K. ZHU RE NEXT STEPS	0.2	1,180.00	236.00
03/18/21	D SHAMAH	ATTENTION TO UPDATE CORRESPONDENCE AND DILIGENCE LIST	0.4	1,180.00	472.00
03/18/21	D SHAMAH	CONF CALL AMONG D. JOHNSON AND J. LACHANCE RE MANDATE AND TIMING	0.5	1,180.00	590.00
03/22/21	K ZHU	CORRESPONDENCE WITH WEIL REGARDING PII LIST CLARIFICATION	0.2	810.00	162.00
03/22/21	K ZHU	DRAFT PRO HAC VICE APPLICATIONS FOR OMM TEAM (0.5); DRAFT NOTICE OF APPEARANCE FOR SAME (0.5); REVIEW DATAROOM FILES FROM WEIL (0.8); REVIEW DATAROOM INDEX (0.5)	2.3	810.00	1,863.00
03/22/21	A HABERKORN	REVIEWING A DRAFT NOTICE OF APPEARANCE AND PRO HAC APPLICATIONS	0.2	980.00	196.00
03/22/21	D SHAMAH	REVIEWING BACKGROUND DOCS ON FIELDWOOD BANKRUPTCY	0.8	1,180.00	944.00
03/22/21	A HABERKORN	ATTENTION TO DILIGENCE MATERIALS	2.4	980.00	2,352.00
03/23/21	K ZHU	REVISE NOTICE OF APPEARANCE (0.2); CORRESPONDENCE WITH WEIL REGARDING FILING PRO HAC VICES AND NOTICE OF APPEARANCE (0.2)	0.4	810.00	324.00
03/23/21	A HABERKORN	ATTENTION TO DILIGENCE MATERIALS	1.0	980.00	980.00
03/23/21	Z GREENBERG	REVIEW ORGANIZATIONAL DOCUMENTS FOR DEBTORS	1.8	980.00	1,764.00
Total	B110 CASE ADMINISTRATION		11.0		10,667.00
B160 FEE/EMPLOYMENT APPLICATIONS					
03/17/21	K ZHU	DRAFT OMM RETENTION APPLICATION	4.0	810.00	3,240.00
03/19/21	A HABERKORN	REVIEWED A DRAFT RETENTION APPLICATION	0.5	980.00	490.00
03/19/21	K ZHU	DRAFT OMM RETENTION APPLICATION FOR D. SHAMAH	3.2	810.00	2,592.00

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 By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
 Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
 Please include 0264910-00001 / ***** number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
03/24/21	K ZHU	REVIEW CONFLICT REPORTS FOR OMM APPLICATION	2.7	810.00	2,187.00
03/25/21	K ZHU	REVISE OMM RETENTION APPLICATION (0.5); REVIEW AND ANALYZE CONFLICT RESULTS (7.8)	8.3	810.00	6,723.00
03/26/21	K ZHU	CONTINUE TO ANALYZE CONFLICTS REPORTS FOR OMM RETENTION APPLICATION	2.8	810.00	2,268.00
03/29/21	K ZHU	REVIEW CONFLICT REPORTS FOR OMM RETENTION APPLICATION	12.8	810.00	10,368.00
03/30/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION	8.3	810.00	6,723.00
03/31/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION	8.2	810.00	6,642.00
Total	B160 FEE/EMPLOYMENT APPLICATIONS		50.8		41,233.00
B260 RESTRUCTURING COMMITTEE					
03/17/21	D SHAMAH	CALL WITH DIRECTORS, ANALYSIS RE FIELDWOOD TRANSACTIONS, BOARD PROCESS	1.7	1,180.00	2,006.00
03/18/21	Z GREENBERG	REVIEW DRAFT BOARD CONSENT (0.2); ATTENTION TO EMAIL CORRESPONDENCE REGARDING COMMITTEE ISSUES (0.3); CONF CALL AMONG D. SHAMAH, A. HABERKORN, K. ZHU AND Z. GREENBERG (OMM) W/ WEIL TEAM (1.0)	1.5	980.00	1,470.00
03/18/21	A HABERKORN	ATTENTION TO BOARD RESOLUTIONS	0.3	980.00	294.00
03/18/21	D SHAMAH	CALL W/ SC MEMBER	0.3	1,180.00	354.00
03/19/21	D SHAMAH	REVIEWING FIELDWOOD DOCUMENTS (1.1); CALL WITH M. BARR REGARDING SAME (0.4)	1.5	1,180.00	1,770.00
03/19/21	D JOHNSON JR.	ATTENTION TO COMMITTEE ORGANIZATIONAL MATTERS; REVIEW MATERIALS RE AUTHORIZATION BY BOARD AND STRUCTURE OF COMMITTEE (0.3); CORRESPONDENCE W/ OMM TEAM RE SAME (MULTIPLE EMAILS) (0.4)	0.7	1,475.00	1,032.50
03/19/21	Z GREENBERG	ATTENTION TO EMAIL CORRESPONDENCE REGARDING COMMITTEE MATTERS	0.3	980.00	294.00
03/21/21	D SHAMAH	EMAILS/CALLS REGARDING CHEVRON DEAL (0.4); REVIEWING DOCUMENTS REGARDING SAME (0.5)	0.9	1,180.00	1,062.00

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
03/21/21	D JOHNSON JR.	ATTENTION TO DRAFT TERM SHEET RE FW IV; REVIEW AND ANALYZE IN RELATION TO CURRENT DS/PLAN (0.5); CORRESPONDENCE W/ DEBTOR'S COUNSEL RE SAME (0.2); CORRESPONDENCE W/ OMM TEAM RE SAME (0.2)	0.9	1,475.00	1,327.50
03/22/21	K ZHU	BOARD MEETING AMONG D. SHAMAH, D. JOHNSON JR., AND A. HABERKORN (OMM), WEIL TEAM, AND THE BOARD	1.2	810.00	972.00
03/22/21	D JOHNSON JR.	ATTENTION TO DRAFT TERM SHEET IN PREPARATION FOR BOARD CALL (0.2); CORRESPONDENCE W/ SC MEMBERS SAME (0.2); BOARD MEETING AMONG D. SHAMAH, A. HABERKORN, K. ZHU (OMM), WEIL TEAM, AND THE BOARD (1.2); CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., A. HABERKORN, Z. GREENBERG, AND K. ZHU (0.3)	1.9	1,475.00	2,802.50
03/22/21	K ZHU	CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., A. HABERKORN, AND Z. GREENBERG	0.3	810.00	243.00
03/22/21	Z GREENBERG	CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., A. HABERKORN, Z. GREENBERG, AND K. ZHU (0.3); REVIEW DILIGENCE MATERIALS (0.2)	0.5	980.00	490.00
03/22/21	D SHAMAH	CONF CALL AMONG D. JOHNSON JR., A. HABERKORN, Z. GREENBERG, AND K. ZHU	0.3	1,180.00	354.00
03/22/21	D SHAMAH	BOARD MEETING AMONG D. JOHNSON JR., A. HABERKORN, K. ZHU (OMM), WEIL TEAM, AND THE BOARD	1.2	1,180.00	1,416.00
03/22/21	A HABERKORN	BOARD MEETING AMONG D. SHAMAH, D. JOHNSON JR. AND K. ZHU (OMM), WEIL TEAM, AND THE BOARD	1.2	980.00	1,176.00
03/22/21	A HABERKORN	CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., A. HABERKORN, AND K. ZHU.	0.3	980.00	294.00
03/23/21	D JOHNSON JR.	ATTENTION TO CORRESPONDENCE FROM/TO SPECIAL COMMITTEE MEMBERS RE PRIOR RECORDS; REVIEW AND ANALYZE MATERIALS	0.4	1,475.00	590.00
03/23/21	D JOHNSON JR.	CORRESPOND RE PRIOR RECORDS	0.5	1,475.00	737.50

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
 Please include 0264910-00001 / ***** number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
03/24/21	D JOHNSON JR.	ATTENTION TO DRAFT MINUTES FOR EXECUTIVE BOARD MEETING; REVIEW AND ANALYZE SAME (0.3); CONFER W/ D. SHAMAH RE SAME (0.3); CONF CALL W/ MEMBERS OF SPECIAL COMMITTEE AND D. SHAMAH (1.0); ATTEND TELEPHONICALLY, DISCLOSURE STATEMENT HEARING (2.0)	3.6	1,475.00	5,310.00
03/24/21	D SHAMAH	CALL WITH COMMITTEE REGARDING PROCESS, MINUTES	1.0	1,180.00	1,180.00
03/25/21	A HABERKORN	CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., AND K. ZHU (OMM), AND WEIL	0.5	980.00	490.00
03/25/21	D SHAMAH	ATTENTION TO GOVERNANCE ISSUES (0.4); CALL WITH WEIL RE BOARD PROCESS (0.5)	0.9	1,180.00	1,062.00
03/25/21	D JOHNSON JR.	ATTENTION TO SPECIAL COMMITTEE PROCEDURES; CONF CALL W/ WEIL GOTSCHAL AND OMM ATTORNEYS (D. SHAMAH) RE PROCESS AND PROCEDURES (0.5); CONFER W/ D. SHAMAH RE SAME (0.3); REVIEW AND ANALYZE DISCLOSURE STATEMENT AND PLAN, AS FILED (0.8); NOTES RE SAME (0.3)	1.9	1,475.00	2,802.50
03/30/21	A HABERKORN	ATTENTION TO DISCOVERY DOCUMENTS AND A SUMMARY OF THE BANKRUPTCY PROCEEDINGS AND SETTLEMENTS TO DATE	3.0	980.00	2,940.00
03/30/21	K ZHU	REVIEW AND SUMMARIZE BOARD MINUTES FOR D. SHAMAH	0.5	810.00	405.00
03/30/21	D SHAMAH	REVIEWING UPDATES ON BANKRUPTCY PROCESS, BOARD MINUTES	0.3	1,180.00	354.00
03/31/21	D JOHNSON JR.	REVIEW MATERIALS IN RELATION TO PRIOR BOARD MEETINGS AND AGREEMENTS; REVIEW AND TAKE NOTES	0.6	1,475.00	885.00
03/31/21	A HABERKORN	ATTENTION TO DISCOVERY DOCUMENTS AND A SUMMARY OF THE BANKRUPTCY PROCEEDINGS, SETTLEMENTS AND PROPOSED SETTLEMENTS TO DATE	6.4	980.00	6,272.00
03/31/21	D SHAMAH	REVIEWING SUMMARIES OF BOARD MATERIALS	0.3	1,180.00	354.00
Total	B260 RESTRUCTURING COMMITTEE		34.9		40,739.50
B320 PLAN & DISCLOSURE STATEMENT					
03/16/21	D SHAMAH	ANALYSIS RE FIELDWOOD RESTRUCTURING	0.3	1,180.00	354.00

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
03/16/21	A HABERKORN	ATTENTION TO THE FILED PLAN AND DISCLOSURE STATEMENT AND DISCUSSING THE SAME WITH D. SHAMAH	0.7	980.00	686.00
03/17/21	A HABERKORN	ATTENTION TO THE FILED PLAN AND DISCLOSURE STATEMENT ALONG WITH THE RELATED MOTION AND DECLARATION	3.3	980.00	3,234.00
03/18/21	D SHAMAH	ATTENTION TO FILED DISCLOSURE STATEMENT AND PLAN; REVIEW AND ANALYZE CERTAIN PORTIONS	0.6	1,180.00	708.00
03/18/21	K ZHU	CONF CALL AMONG D. SHAMAH, D. JOHNSON JR., A. HABERKORN AND Z. GREENBERG (OMM) W/ WEIL TEAM	1.0	810.00	810.00
03/18/21	D JOHNSON JR.	ATTENTION TO FILED DISCLOSURE STATEMENT AND PLAN; REVIEW AND ANALYZE CERTAIN PORTIONS (0.6); CORRESPONDENCE RE SAME (0.2); CONF CALL AMONG D. SHAMAH, A. HABERKORN, K. ZHU, AND Z. GREENBERG (OMM) W/ WEIL TEAM (1.0); CONF CALL AMONG D. SHAMAH AND J. LACHANCE RE MANDATE AND TIMING (0.5); CONFER W/ D. SHAMAH RE NEXT STEPS (0.2); ATTENTION TO UPDATE CORRESPONDENCE AND DILIGENCE LIST (0.4); CALL W/ SC MEMBER (0.3)	3.2	1,475.00	4,720.00
03/18/21	D SHAMAH	CORRESPONDENCE RE COMMITTEE ISSUES	0.2	1,180.00	236.00
03/18/21	A HABERKORN	ATTENTION TO FILED DISCLOSURE STATEMENT AND PLAN, REVIEW AND ANALYZE PORTIONS THEREOF	0.9	980.00	882.00
03/18/21	A HABERKORN	CONF CALL AMONG D. SHAMAH, D. JOHNSON, K. ZHU AND Z. GREENBERG (OMM) W/ WEIL TEAM	1.0	980.00	980.00
03/18/21	D SHAMAH	CONF CALL AMONG D. JOHNSON, A. HABERKORN AND Z. GREENBERG (OMM) W/ WEIL TEAM	1.0	1,180.00	1,180.00
03/20/21	D SHAMAH	REVIEWING FIELDWOOD DISCLOSURE STATEMENT	0.3	1,180.00	354.00
03/23/21	A HABERKORN	ATTENTION TO SECOND AMENDED DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION	0.5	980.00	490.00
03/23/21	D SHAMAH	REVIEWING DISCLOSURE STATEMENT, DRAFT MINUTES, PREP FOR DISCLOSURE STATEMENT HEARING	2.6	1,180.00	3,068.00
03/24/21	A HABERKORN	REVIEW OF DILIGENCE MATERIALS AND THIRD AMENDED DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION	1.1	980.00	1,078.00

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
 Please include 0264910-00001 / ***** number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
03/24/21	Z GREENBERG	REVIEW REVISED DISCLOSURE STATEMENT	1.1	980.00	1,078.00
03/24/21	D SHAMAH	PREPARE FOR DISCLOSURE STATEMENT HEARING	0.5	1,180.00	590.00
03/25/21	A HABERKORN	ATTENTION TO DISCLOSURES AND SUMMARIES OF THE SAME	0.5	980.00	490.00
03/29/21	A HABERKORN	CIRCULATED A SUMMARY OF THE DISCOVERY CONFERENCE AND OTHER ISSUES INTERNALLY	0.3	980.00	294.00
Total	B320 PLAN & DISCLOSURE STATEMENT		19.1		21,232.00
L450 HEARING					
03/24/21	K ZHU	ATTEND COURT HEARING	2.1	810.00	1,701.00
03/24/21	A HABERKORN	DISCLOSURE STATEMENT APPROVAL HEARING	2.1	980.00	2,058.00
03/24/21	D SHAMAH	ATTENDING DISCLOSURE STATEMENT HEARING (2.0); FOLLOW UP REGARDING SAME (0.7)	2.7	1,180.00	3,186.00
03/29/21	A HABERKORN	ATTENDING DISCOVERY CONFERENCE	0.9	980.00	882.00
Total	L450 HEARING		7.8		7,827.00
Total			123.6		\$121,698.50

Disbursements

Copying (Copitrak - Internal)	\$0.45
Lasertrak Color Printing	36.25
Lasertrak Printing	6.30
Text Editing / Proofreading	37.35
Total Disbursements	\$80.35

Total Current Invoice **\$121,778.85**

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Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
03/24/21	E101	Copying (Copitrak - Internal) - Johnson Jr., David Pages: 3	3.00	\$0.45
03/24/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 29	29.00	36.25
03/25/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 20	20.00	3.00
03/25/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 22	22.00	3.30
Total for E101 - Copying (Copitrak - Internal)				\$43.00
03/22/21	E103	Text Editing / Proofreading TEXT EDITING / PROOFREADING - JOB NUMBER: 194596 - CMP - Unknown - Create index for K. Zhu - Zhu, Kai - kaizhu@omm.com	0.83	\$37.35
Total for E103 - Text Editing / Proofreading				\$37.35

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 Matter: 0264910-00001

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	13.7	20,207.50
DANIEL S. SHAMAH	Partner	1,180.00	18.5	21,830.00
ADAM P. HABERKORN	Counsel	980.00	27.9	27,342.00
ZACH GREENBERG	Counsel	980.00	5.2	5,096.00
KAI ZHU	Associate	810.00	58.3	47,223.00
Total			123.6	121,698.50

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O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

OMM Matter: 0264910-00001

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through March 31, 2021

Total Fees	\$121,698.50
Total Disbursements	\$80.35
Total Current Invoice	\$121,778.85

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY LLC, et al.,	§	Case No. 20-33948 (MI)
	§	
Debtors.¹	§	(Jointly Administered)
	§	
	§	

**MONTHLY FEE STATEMENT OF O’MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM APRIL 1, 2021 THROUGH APRIL 30, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from April 1, 2021 through April 30, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	19.40	\$1,475.00	\$28,615.00
Daniel S. Shamah	Partner	2007 - NY	12.10	\$1,180.00	\$14,278.00
Chris Del Rosso	Partner	2004 - NY 2008 - CA	0.30	\$1,155.00	\$346.50
Adam P. Haberkorn	Counsel	2015 - NY	17.30	\$980.00	\$16,954.00
Kai Zhu	Associate	2018 - NY	37.80	\$810.00	\$30,618.00
Kristin Godfrey	Paralegal	N/A	4.60	\$415.00	\$1,909.00
Ciara Charpié	Paralegal	N/A	10.30	\$340.00	\$3,502.00
Leah J. Kates	Project Assistant	N/A	3.40	\$190.00	\$646.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Case Administration	0.60	\$588.00

Fee/Employment Applications	59.20	\$43,265.00
Restructuring Committee	35.40	\$42,125.50
Plan and Disclosure Statement	3.20	\$3,468.00
Hearing	6.80	\$7,422.00

4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. The disbursements incurred by OMM for this Statement are as follows:

Expense Category	Total Expenses
Copying/Printing	\$57.35
Text Editing	\$3.15
Total	\$60.50

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$77,555.30 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$96,868.50
20% Holdback	\$19,373.70
80% of Fees	\$77,494.80
Costs (100%)	\$60.50
Total	\$77,555.30

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of (i) \$77,494.80 (80% of \$96,868.50) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee

by OMM and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$60.50 incurred on behalf of the Restructuring Committee by OMM.

Dated: June 22, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

OMM Matter: 0264910-00001

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through April 30, 2021

Total Fees	\$96,868.50
Total Disbursements	\$60.50
Total Current Invoice	\$96,929.00

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through April 30, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B110 CASE ADMINISTRATION					
04/04/21	A HABERKORN	ATTENTION TO REVISED SUMMARY OF RESTRUCTURING DOCUMENTS.	0.6	980.00	588.00
Total	B110 CASE ADMINISTRATION		0.6		588.00
B160 FEE/EMPLOYMENT APPLICATIONS					
04/01/21	K ZHU	CORRESPONDENCES WITH PARALEGAL REGARDING ANALYSIS OF CONFLICTS REPORTS FOR OMM RETENTION APPLICATION.	0.4	810.00	324.00
04/01/21	K GODFREY	REVIEW CONFLICT OF INTEREST REPORT AND PREPARE TABLE OF CLIENTS AND CLIENT AFFILIATES AND RELATIONSHIPS WITH DEBTOR AND OMM AND EMAILS WITH K. ZHU REGARDING THE SAME	0.8	415.00	332.00
04/01/21	L KATES	COMMUNICATE WITH K. ZHU IN REGARDS TO IDENTIFYING THE RELATIONSHIP TO OMM COLUMN FOR THE CONFLICT REPORT	0.3	190.00	57.00
04/01/21	L KATES	IDENTIFY THE RELATIONSHIP TO THE DEBTOR AND THE RELATIONSHIP TO OMM WITHIN FIELDWOOD REPORT #29	2.0	190.00	380.00
04/01/21	K ZHU	CORRESPONDENCES WITH A. NADLER REGARDING ANALYSIS OF CONFLICTS REPORTS.	0.2	810.00	162.00
04/01/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION.	8.1	810.00	6,561.00
04/02/21	C CHARPIÉ	ATTEND TEAM CALL REGARDING CONFLICTS OF INTEREST SEARCH	0.5	340.00	170.00
04/02/21	A HABERKORN	ATTENTION TO CORRESPONDENCE REGARDING THE RETENTION APPLICATION AND CONFLICTS.	0.3	980.00	294.00
04/02/21	K GODFREY	CONFER WITH K. ZHU REGARDING REVIEW OF CONFLICT REPORTS AND REVIEW AND SUMMARIZE THE SAME	2.6	415.00	1,079.00
04/02/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION.	7.8	810.00	6,318.00
04/03/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION.	2.3	810.00	1,863.00
04/05/21	K GODFREY	REVIEW CONFLICT REPORT AND PREPARE SUMMARY OF THE SAME FOR K. ZHU	0.9	415.00	373.50

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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
04/05/21	D SHAMAH	UPDATE ON RETENTION APPLICATION	0.2	1,180.00	236.00
04/05/21	L KATES	IDENTIFY THE RELATIONSHIP TO THE DEBTOR AND THE RELATIONSHIP TO OMM WITHIN FIELDWOOD REPORT #30	0.6	190.00	114.00
04/05/21	L KATES	IDENTIFY THE RELATIONSHIP TO THE DEBTOR AND THE RELATIONSHIP TO OMM WITHIN FIELDWOOD REPORT #31	0.5	190.00	95.00
04/05/21	K ZHU	REVIEW CONFLICTS REPORTS FOR OMM RETENTION APPLICATION.	6.8	810.00	5,508.00
04/06/21	K ZHU	FINALIZE REVIEW OF CONFLICTS REPORTS FOR OMM RETENTION APPLICATION (2.7); PERFORM QC OF SEARCHED NAMES AGAINST PARTIES IN INTEREST LIST (1.5); REVISE OMM RETENTION APPLICATION (0.8); RESEARCH 5TH CIRCUIT/ SDTX CASE LAW REGARDING SECTION 327(E) (0.5).	5.5	810.00	4,455.00
04/06/21	K GODFREY	REVIEW CONFLICT REPORT AND PREPARE SUMMARY OF THE SAME FOR K. ZHU	0.3	415.00	124.50
04/06/21	C CHARPIÉ	REVIEW CONFLICTS OF INTEREST REPORTS	6.0	340.00	2,040.00
04/06/21	D SHAMAH	REVIEWING/REVISING RETENTION APPLICATION	0.8	1,180.00	944.00
04/07/21	D JOHNSON JR.	ATTENTION TO ENGAGEMENT MATERIALS; REVISE AND CORRESPONDENCE RE SAME (0.4); ATTENTION TO FEE APPLICATION; REVIEW, ANALYZE AND COMMENT ON SAME (0.5); REVISIONS TO SAME (0.2)	1.1	1,475.00	1,622.50
04/07/21	C CHARPIÉ	REVIEW CONFLICTS OF INTEREST REPORTS	3.8	340.00	1,292.00
04/07/21	K ZHU	FINALIZE RETENTION APPLICATION.	1.0	810.00	810.00
04/07/21	D SHAMAH	REVIEWING FINAL RETENTION APPLICATION	0.3	1,180.00	354.00
04/12/21	D JOHNSON JR.	ATTENTION TO RETENTION COMMITTEE MATTERS; CORRESPONDENCE W/ DEBTOR COUNSEL ER SAME (0.3); CONFER RE SAME W/ OMM TEAM (0.2); [B260] REVIEW AND ANALYZE MATERIALS RE AMENDMENT TO DISCLOSURE STATEMENT (0.4); CONFER RE SAME (0.2)	1.1	1,475.00	1,622.50

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
04/13/21	D JOHNSON JR.	ATTENTION TO RETENTION APPLICATION; REVIEW MATERIALS RE SAME (0.3); CONF CALL W/ WEIL TEAM RE SAME AND RE STATUS (0.6); FOLLOW UP CALLS (0.3)	2.0	1,475.00	2,950.00
04/22/21	K ZHU	REVIEW WEIL COMMENTS TO RETENTION APPLICATION.	1.3	810.00	1,053.00
04/22/21	D SHAMAH	EMPLOYMENT APPLICATIONS - REVIEWING WEIL COMMENTS TO RETENTION APPLICATION	0.4	1,180.00	472.00
04/23/21	D JOHNSON JR.	ATTENTION TO DRAFT RETENTION APPLICATION; REVIEW AND COMMENT ON SAME (0.6); CORRESPONDENCE RE SAME (0.2)	0.8	1,475.00	1,180.00
04/23/21	K ZHU	CORRESPONDENCE WITH CLIENT REGARDING OMM RETENTION APPLICATION.	0.1	810.00	81.00
04/25/21	D SHAMAH	UPDATE ON RETENTION APPLICATION	0.2	1,180.00	236.00
04/26/21	K ZHU	FINALIZE OMM RETENTION APPLICATION.	0.2	810.00	162.00
Total	B160 FEE/EMPLOYMENT APPLICATIONS		59.2		43,265.00
B260 RESTRUCTURING COMMITTEE					
04/01/21	D JOHNSON JR.	ATTENTION TO COMMITTEE CALL; ATTEND CALL W/ MEMBERS, D. SHAMAH (0.6); FOLLOW UP CORRESPONDENCE (0.3)	0.9	1,475.00	1,327.50
04/01/21	A HABERKORN	ATTENTION TO PROPOSED RESTRUCTURING TRANSACTION DOCUMENTS AND SETTLEMENTS.	2.4	980.00	2,352.00
04/01/21	D SHAMAH	CALL WITH SPECIAL COMMITTEE RE STATUS UPDATE, STRATEGY	0.7	1,180.00	826.00
04/03/21	D JOHNSON JR.	REVIEW AND ANALYZE COMMENTS ON ENGAGEMENT MATERIALS (0.4); CORRESPONDENCE RE SAME	0.3	1,475.00	442.50
04/04/21	D JOHNSON JR.	REVIEW AND ANALYZE FURTHER COMMENTS ON ENGAGEMENT MATERIALS (0.3); CORRESPONDENCE AND ANALYSIS RE SAME (0.3)	0.6	1,475.00	885.00
04/05/21	D JOHNSON JR.	ATTENTION TO REVISIONS TO ENGAGEMENT LETTER; REVISE SAME (0.6); FOLLOW UP CORRESPONDENCE (0.4); OTHER ENGAGEMENT MATTERS (0.3)	1.3	1,475.00	1,917.50
04/05/21	A HABERKORN	ATTENTION TO REVISED SUMMARY OF RESTRUCTURING DOCUMENTS.	1.9	980.00	1,862.00
04/06/21	D SHAMAH	REVIEWING BACKGROUND MEMO	0.7	1,180.00	826.00

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
04/06/21	A HABERKORN	ATTENTION TO QUESTIONS AND UPDATES REGARDING THE RESTRUCTURING TRANSACTIONS AND DOCUMENTATION AND REVIEWED REVISED SCHEDULING ORDER.	1.0	980.00	980.00
04/07/21	A HABERKORN	ATTENTION TO INQUIRIES AND APPLICABLE EDITS REGARDING THE RESTRUCTURING TRANSACTIONS AND BACKGROUND DOCUMENTS SUMMARY.	0.6	980.00	588.00
04/13/21	D SHAMAH	CALL WITH COMPANY RE RESTRUCTURING COMMITTEE ISSUES, PREP FOR DISCLOSURE STATEMENT HEARING	0.6	1,180.00	708.00
04/14/21	D JOHNSON JR.	REVIEW AND COMMENT ON SAME (0.5)	0.5	1,475.00	737.50
04/20/21	D JOHNSON JR.	CONF CALL AMONG WEIL TEAM AND OMM (D. SHAMAH) RE BOARD UPDATE (0.6); ATTENTION TO UPDATE TO SC; CONFER W/ D. SHAMAH RE SAME (0.1); ATTENTION TO CORRESPONDENCE W/ SC (0.5); ATTENTION TO DOCUMENTS FOR BOARD CALL; REVIEW AND ANALYZE SAME (0.6); ATTEND BOARD CALL RE UPDATE AND CERTAIN APPROVALS (1.0); ATTENTION TO DRAFT MINUTES; REVIEW AND ANALYZE SAME (0.4); CORRESPONDENCE RE SAME (0.5); CALLS W/ D. SHAMAH TO DISCUSS SAME (0.3)	4.0	1,475.00	5,900.00
04/20/21	K ZHU	CONFERENCE CALL WITH D. JOHNSON, D. SHAMAH, A. HABERKORN, AND WEIL TEAM REGARDING BOARD MEETING.	0.5	810.00	405.00
04/20/21	D SHAMAH	PREP FOR BOARD CALL (.5); BOARD CALL (1); FOLLOW UP EMAILS RE BOARD MINUTES (.7)	2.2	1,180.00	2,596.00
04/20/21	A HABERKORN	CALL WITH WEIL, J. JOHNSON, AND D. SHAMAH REGARDING THE UPCOMING BOARD MEETING.	0.7	980.00	686.00
04/21/21	D SHAMAH	CALLS WITH WEIL, TEAM RE 3/16 BOARD MEETING MINUTES	0.8	1,180.00	944.00
04/21/21	A HABERKORN	REVIEWED AND COMMENTED ON MEETING MINUTES, DISCUSSED THE SAME WITH CLIENTS AND THE INTERNAL OMM TEAM.	1.7	980.00	1,666.00
04/21/21	A HABERKORN	CONF. CALL WITH WEIL TEAM, J. JOHNSON, AND D. SHAMAH REGARDING BOARD MEETING.	0.4	980.00	392.00

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
 Please include 0264910-00001 / ***** number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
04/22/21	D JOHNSON JR.	ATTENTION TO GOVERNANCE MATTERS; REVIEW PROPOSED CHANGES TO DRAFT APPLICATION (0.4)	0.4	1,475.00	590.00
04/22/21	A HABERKORN	REVISED COMMENTS TO BOARD MEETING MINUTES AND CIRCULATED FOR FURTHER REVIEW.	0.7	980.00	686.00
04/22/21	D SHAMAH	BOARD MATTERS - REVIEWING/REVISING DRAFT MINUTES OF 3/16 EXECUTIVE SESSION	0.7	1,180.00	826.00
04/27/21	D JOHNSON JR.	ATTENTION TO CORRESPONDENCE WITH RC; REVIEW RE SAME (0.4); AND CORRESPONDENCE W/ SHAMAH RE SAME (0.2)	0.6	1,475.00	885.00
04/28/21	D JOHNSON JR.	ATTENTION TO MEETING PLANNING; CORRESPONDENCE WITH OMM TEAM RE SAME (0.2); [B260] REVIEW MATERIALS FROM FILINGS RE STRUCTURE (0.6)	0.8	1,475.00	1,180.00
04/29/21	C DEL ROSSO	ATTENTION TO COMMITTEE COMP MATTERS; CONFER WITH D. JOHNSON RE SAME	0.3	1,155.00	346.50
04/29/21	A HABERKORN	CONF. CALL WITH WEIL, K. ZHU, D. JOHNSON, AND D. SHAMAH.	0.6	980.00	588.00
04/29/21	A HABERKORN	PREPARING FOR RESTRUCTURING COMMITTEE MEETING AND ATTENTION TO CORRESPONDENCE REGARDING THE SAME.	1.5	980.00	1,470.00
04/29/21	D JOHNSON JR.	CONF CALL W/ DEBTOR COUNSEL, D. SHAMAH AND A. HABERKORN RE STATUS AND NEXT STEPS (0.5); CONFER W/ D. SHAMAH RE DE LAW ISSUES (0.3); REVIEW MATERIALS RE SAME (0.4); ATTENTION TO COMMITTEE COMP MATTERS; CONFER W/ C. DEL ROSSO RE SAME (0.3)	1.5	1,475.00	2,212.50
04/29/21	K ZHU	SUMMARIZE WEIL CALL FOR BOARD MEETING.	0.6	810.00	486.00
04/29/21	D SHAMAH	CALL WITH WEIL RE BOARD UPDATES; REVIEWING TALKING POINTS FOR RESTRUCTURING COMMITTEE CALL RE SAME	1.1	1,180.00	1,298.00
04/29/21	K ZHU	CONFERENCE CALL WITH D. JOHNSON, D. SHAMAH, A. HABERKORN, AND WEIL REGARDING BOARD MEETING.	0.5	810.00	405.00
04/30/21	K ZHU	CONFERENCE CALL WITH OMM TEAM (D. SHAMAH, D. JOHNSON, A. HABERKORN) AND RESTRUCTURING COMMITTEE.	0.5	810.00	405.00

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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
04/30/21	D SHAMAH	CALL WITH RESTRUCTURING COMMITTEE RE STATUS (.8); PREP FOR RESTRUCTURING COMMITTEE CALL (.4)	1.2	1,180.00	1,416.00
04/30/21	D JOHNSON JR.	ATTENTION TO PREPARATION FOR BOARD MEETING; REVIEW CORP GOVERNANCE ISSUES AND PREPARE MATERIALS RE SAME (0.6); CONFER W/ D. SHAMAH IN CALLS RE SAME (0.3); ATTEND COMMITTEE CALL W/ D. SHAMAH, A. HABERKORN RE UPDATE AND CORP GOVERNANCE MATTERS (0.6)	1.5	1,475.00	2,212.50
04/30/21	A HABERKORN	UPDATED AND CIRCULATED BOARD MEETING MINUTES APPROVED BY THE RESTRUCTURING COMMITTEE.	0.2	980.00	196.00
04/30/21	A HABERKORN	RESTRUCTURING COMMITTEE MEETING.	0.7	980.00	686.00
04/30/21	A HABERKORN	CIRCULATED REVISED AGENDA FOR RESTRUCTURING COMMITTEE MEETING AND PROVIDED UPDATES TO THE OMM TEAM RE: TALKING POINTS.	0.2	980.00	196.00
Total	B260 RESTRUCTURING COMMITTEE		35.4		42,125.50
B320 PLAN & DISCLOSURE STATEMENT					
04/04/21	D SHAMAH	REVISING DISCLOSURE STATEMENT OBJECTION	0.1	1,180.00	118.00
04/06/21	D JOHNSON JR.	CONFER W/ D. SHAMAH RE DRAFT ORDER; CORRESPONDENCE W/ WEIL TEAM RE SAME	0.3	1,475.00	442.50
04/06/21	D JOHNSON JR.	ATTENTION TO DRAFT ORDER; REVIEW AND ANALYZE	0.3	1,475.00	442.50
04/12/21	A HABERKORN	ATTENTION TO THE REVISED DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION.	1.0	980.00	980.00
04/12/21	D SHAMAH	REVIEWING AMENDED PLAN DOCUMENTS AND EMAILS WITH CLIENT RE SAME	0.5	1,180.00	590.00
04/13/21	A HABERKORN	CONFERENCE CALL WITH D. JOHNSON, D. SHAMAH, Z. GREENBERG, K. ZHU, AND WEIL TEAM REGARDING DISCLOSURE STATEMENT HEARING AND OMM RETENTION APPLICATION.	0.5	980.00	490.00
04/13/21	K ZHU	CONFERENCE CALL WITH D. JOHNSON, D. SHAMAH, A. HABERKORN, Z. GREENBERG, AND WEIL TEAM REGARDING DISCLOSURE STATEMENT HEARING AND OMM RETENTION APPLICATION.	0.5	810.00	405.00
Total	B320 PLAN & DISCLOSURE STATEMENT		3.2		3,468.00

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
L450 HEARING					
04/01/21	A HABERKORN	DISCOVERY CONFERENCE	0.5	980.00	490.00
04/09/21	K ZHU	ATTEND FWE COURT HEARING.	1.0	810.00	810.00
04/09/21	D SHAMAH	ATTENDING STATUS CONFERENCE, EXCLUSIVITY HEARING	0.6	1,180.00	708.00
04/09/21	A HABERKORN	ATTENDED PLANNING HEARING ON DISCLOSURE STATEMENT HEARING.	0.7	980.00	686.00
04/14/21	K ZHU	ATTEND DISCLOSURE STATEMENT HEARING.	0.5	810.00	405.00
04/14/21	A HABERKORN	ATTENTION TO THE DISCLOSURE STATEMENT APPROVAL HEARING.	1.1	980.00	1,078.00
04/14/21	D SHAMAH	ATTENDING DISCLOSURE STATEMENT HEARING	1.0	1,180.00	1,180.00
04/14/21	D JOHNSON JR.	ATTEND T/PHONIC HEARING RE DISCLOSURE STATEMENT (1.0); REVIEW MATERIALS IN RELATION TO SAME (0.4); ATTENTION TO PROPOSED RC MANDATE MESSAGE;	1.4	1,475.00	2,065.00
Total	L450 HEARING		6.8		7,422.00
Total			105.2		\$96,868.50

Disbursements

Lasertrak Color Printing	\$42.50
Lasertrak Printing	14.85
Text Editing / Proofreading	3.15
Total Disbursements	\$60.50

Total Current Invoice **\$96,929.00**

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<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
04/05/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 8	8.00	\$1.20
04/05/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 13	13.00	16.25
04/06/21	E101	Lasertrak Printing - Haberkorn, Adam Pages: 26	26.00	3.90
04/07/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 14	14.00	17.50
04/07/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 38	38.00	5.70
04/20/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 7	7.00	8.75
04/20/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 27	27.00	4.05
Total for E101 - Lasertrak Color Printing				\$57.35
04/06/21	E103	TEXT EDITING / PROOFREADING - JOB NUMBER: 214485 - Sort table for K. Zhu - Zhu, Kai - kaizhu@omm.com	0.07	\$3.15
Total for E103 - Text Editing / Proofreading				\$3.15

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Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	19.4	28,615.00
DANIEL S. SHAMAH	Partner	1,180.00	12.1	14,278.00
CHRIS DEL ROSSO	Partner	1,155.00	0.3	346.50
ADAM P. HABERKORN	Counsel	980.00	17.3	16,954.00
KAI ZHU	Associate	810.00	37.8	30,618.00
KRISTIN GODFREY	Paralegal	415.00	4.6	1,909.00
CIARA CHARPIÉ	Paralegal	340.00	10.3	3,502.00
LEAH J. KATES	Project Assistant	190.00	3.4	646.00
Total			105.2	96,868.50

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O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

OMM Matter: 0264910-00001

PENDING/SPECIAL COMMITTEE ADVICE

For Professional Services Rendered Through April 30, 2021

Total Fees	\$96,868.50
Total Disbursements	\$60.50
Total Current Invoice	\$96,929.00

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

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By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
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Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY LLC, et al., Debtors.¹	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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**MONTHLY FEE STATEMENT OF O'MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM MAY 1, 2021 THROUGH MAY 31, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from May 1, 2021 through May 31, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	10.80	\$1,475.00	\$15,930.00
Daniel S. Shamah	Partner	2007 - NY	7.00	\$1,180.00	\$8,260.00
Adam P. Haberkorn	Counsel	2015 - NY	7.00	\$980.00	\$6,860.00
Kai Zhu	Associate	2018 - NY	0.90	\$810.00	\$729.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Case Administration	1.00	\$1,080.00
Fee/Employment Applications	1.10	\$925.00
Restructuring Committee	23.30	\$29,480.00
Hearing	0.30	\$294.00

4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. The disbursements incurred by OMM for this Statement are as follows:

Expense Category	Total Expenses
Copying/Printing	\$270.90
Text Editing	\$30.60
Total	\$301.50

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$25,724.70 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$31,779.00
20% Holdback	\$6,355.80
80% of Fees	\$25,423.20
Costs (100%)	\$301.50
Total	\$25,724.70

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of (i) \$25,423.20 (80% of \$31,779.00) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee by OMM and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$301.50 incurred on behalf of the Restructuring Committee by OMM.

Dated: June 23, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

June 23, 2021
OMM Matter: 0264910-00001
Invoice: *****
Contact: DAVID J. JOHNSON JR.

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through May 31, 2021

Total Fees	\$31,779.00
Total Disbursements	\$301.50
Total Current Invoice	\$32,080.50

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06/23/21
 Invoice: *****
 Page No. 2

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through May 31, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B110 CASE ADMINISTRATION					
05/25/21	D SHAMAH	UPDATE ON CASE STATUS, EMAILS WITH WEIL RE SAME	0.3	1,180.00	354.00
05/27/21	A HABERKORN	ATTENTION TO CORRESPONDENCE WITH OMM TEAM AND RESPONDING TO VARIOUS INQUIRIES	0.5	980.00	490.00
05/27/21	D SHAMAH	REVIEWING BANKRUPTCY DOCKET UPDATES	0.2	1,180.00	236.00
Total	B110 CASE ADMINISTRATION		1.0		1,080.00
B160 FEE/EMPLOYMENT APPLICATIONS					
05/10/21	K ZHU	INCORPORATE UST COMMENTS IN RETENTION APPLICATION	0.5	810.00	405.00
05/11/21	K ZHU	PREPARE DOCUMENTS FOR WEIL TO BE DOCKETED	0.4	810.00	324.00
05/28/21	A HABERKORN	ATTENTION TO CORRESPONDENCE REGARDING RETENTION APPLICATION	0.2	980.00	196.00
Total	B160 FEE/EMPLOYMENT APPLICATIONS		1.1		925.00
B260 RESTRUCTURING COMMITTEE					
05/03/21	D JOHNSON JR.	ATTENTION TO BOARD MATTERS; CONF CALL AMONG OMM (D. SHAMAH, A. HABERKORN) AND WEIL TEAM RE SAME (0.6); FOLLOW UP CALLS W./ D. SHAMAH (0.4); CORRESPONDENCE W/ COMMITTEE MEMBERS (0.3)	1.3	1,475.00	1,917.50
05/03/21	D SHAMAH	CALL WITH M. BOYADJIAN AND WEIL RE BOARD MATTERS (MINUTES, RESTRUCTURING COMMITTEE FEES)	0.8	1,180.00	944.00
05/04/21	D SHAMAH	CALLS WITH J. LACHANCE, M. BOYADJIAN, WEIL RE RESTRUCTURING COMMITTEE FEES AND 3/16 MEETING MINUTES	1.5	1,180.00	1,770.00
05/04/21	A HABERKORN	ATTENTION TO CORRESPONDENCE WITH D. SHAMAH AND D. JOHNSON	0.2	980.00	196.00

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06/23/21
 Invoice: *****
 Page No. 3

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
05/04/21	D JOHNSON JR.	ATTENTION TO CORP GOVERNANCE MATTERS; REVIEW COMPANY GOVERNING DOCUMENTS RE SAME (0.6); CORRESPONDENCE W/ OMM TEAM RE SAME (0.3); PREPARE FOR BOARD CALL; REVIEW MATERIALS RE SAME (0.5); CONF CALL AMONG D. SHAMAH AND J. LACHANCE (0.6) RE BOARD MATTERS; FOLLOW UP CALLS (0.3); [B110] ATTENTION DOCUMENTS RELATED TO OMM RETENTION (0.2)	2.5	1,475.00	3,687.50
05/05/21	D SHAMAH	REVIEWING COMMENTS TO 3/16 MEETING MINUTES	0.2	1,180.00	236.00
05/05/21	D JOHNSON JR.	ATTENTION TO CORP GOVERNANCE MATTERS; CONFER W/ MEMBERS OF SC RE GOVERNANCE MATTERS (0.4); REVIEW, ANALYZE AND COMMENT ON PROPOSED REVISIONS TO GOVERNANCE MATTERS (0.4); FOLLOW UP CORRESPONDENCE (0.2); ATTENTION TO REVISIONS TO CORPORATE GOVERNMENT MATTERS; REVIEW AND ANALYZE SAME (0.3)	1.3	1,475.00	1,917.50
05/06/21	D SHAMAH	UPDATE ON ENI SETTLEMENT (.3); UPDATE ON 3/16 MINUTES (.2)	0.5	1,180.00	590.00
05/06/21	A HABERKORN	REVIEWED COMMENTS TO BOARD MEETING MINUTES AND BEGAN CONSOLIDATED MARK-UP	0.6	980.00	588.00
05/06/21	A HABERKORN	CONF. CALL WITH RX COMMITTEE, D. JOHNSON, AND D. SHAMAH	0.3	980.00	294.00
05/06/21	D JOHNSON JR.	ATTENTION TO CORP GOVERNANCE MATTERS; REVIEW AND ANALYZE MATERIALS RELATED TO SAME (0.4); CONF CALL W/ MEMBERS OF SC, D. SHAMAH AND A. HABERKORN OF OMM RE SAME (0.5)	0.9	1,475.00	1,327.50
05/10/21	D SHAMAH	CALL WITH RESTRUCTURING COMMITTEE RE 3/16 MINUTES (0.7); CALL WITH COMPANY, WEIL, RESTRUCTURING COMMITTEE RE ENI RESOLUTION (1.0)	1.7	1,180.00	2,006.00
05/10/21	A HABERKORN	CONF. CALL WITH D. SHAMAH, D. JOHNSON, AND CERTAIN MEMBERS OF THE RESTRUCTURING COMMITTEE RE: BOARD MEETING MINUTES	0.5	980.00	490.00
05/10/21	A HABERKORN	REVISED AND CIRCULATED BOARD MEETING MINUTES FOR FURTHER COMMENT	0.5	980.00	490.00

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06/23/21
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 Page No. 4

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
05/10/21	D JOHNSON JR.	ATTENTION TO DRAFT MINUTES; CONF CALL W/ MEMBERS OF COMMITTEE AND D. SHAMAH, A. HABERKORN RE SAME (0.5); REVIEW AND COMMENT ON REVISIONS TO SAME (0.7)	1.2	1,475.00	1,770.00
05/10/21	A HABERKORN	CONF. CALL WITH WEIL, D. JOHNSON, D. SHAMAH AND MEMBERS OF THE RESTRUCTURING COMMITTEE TO DISCUSS A PROPOSED PREDECESSOR SETTLEMENT	1.0	980.00	980.00
05/11/21	A HABERKORN	ATTENTION TO CLIENT CORRESPONDENCE	0.3	980.00	294.00
05/11/21	D SHAMAH	EMAILS WITH A. HABERKORN, D. JOHNSON RE 3/16 MINUTE REVISIONS	0.3	1,180.00	354.00
05/14/21	D JOHNSON JR.	REVIEW DRAFT MINUTES AND CONFER RE SAME (0.5)	0.5	1,475.00	737.50
05/14/21	D SHAMAH	UPDATE ON MEETING MINUTES RE 3/16 BOARD MEETING	0.2	1,180.00	236.00
05/17/21	A HABERKORN	CALL WITH D. JOHNSON	0.1	980.00	98.00
05/17/21	D JOHNSON JR.	ATTENTION TO BOARD MATERIALS; CORRESPONDENCE W/ A. HABERKORN AND OTHER OMM TEAM RE SAME (0.3); CONFER W/ COMMITTEE MEMBER RE DRAFT MATERIALS (0.2)	0.5	1,475.00	737.50
05/18/21	A HABERKORN	ATTENTION TO EXECUTIVE SESSION OF THE BOARD OF DIRECTORS	0.8	980.00	784.00
05/18/21	A HABERKORN	ATTENTION TO CORRESPONDENCE FOLLOWING THE EXECUTIVE SESSION	0.3	980.00	294.00
05/18/21	D JOHNSON JR.	ATTENTION TO BOARD MEETING; REVIEW MATERIALS IN ADVANCE OF MEETING (0.3); CONFER W/ COMMITTEE MEMBERS RE SAME (0.2); CORRESPONDENCE W/ A. HABERKORN AND OTHER OMM TEAM RE SAME (0.3); ATTEND BOARD MEETING CALL (0.5)	1.3	1,475.00	1,917.50
05/18/21	D SHAMAH	UPDATES ON BOARD MEETING, 3/16 MINUTES, RESTRUCTURING FEES	0.4	1,180.00	472.00
05/19/21	D SHAMAH	UPDATES ON HUNT SETTLEMENT	0.2	1,180.00	236.00
05/19/21	D JOHNSON JR.	ATTENTION TO CORRESPONDENCE FROM DEBTOR'S COUNSEL RE BOARD MATTERS; CONFER RE SAME	0.4	1,475.00	590.00
05/19/21	A HABERKORN	DISCUSSING BOARD MEETING MINUTES WITH C. CARLSON (WEIL) AND REVIEWED REVISED DOCUMENT	0.4	980.00	392.00
05/20/21	D SHAMAH	EMAILS RE HUNT TERM SHEET	0.3	1,180.00	354.00

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

06/23/21
 Invoice: *****
 Page No. 5

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
05/20/21	A HABERKORN	ATTENTION TO HUNT SETTLEMENT TERM SHEET	0.7	980.00	686.00
05/28/21	D JOHNSON JR.	ATTENTION TO UPDATE MATTERS; REVIEW MATERIALS RE SAME (0.3); CONF CALL W/ D. SHAMAH AND WEIL TEAM RE SAME (0.5); CONFER RE SAME (0.1)	0.9	1,475.00	1,327.50
05/28/21	A HABERKORN	CONF. CALL WITH D. SHAMAH, D. JOHNSON, AND WEIL TEAM REGARDING UPDATES AHEAD OF BOARD MEETING	0.3	980.00	294.00
05/28/21	D SHAMAH	CALL WITH J. LIOU RE BANKRUPTCY UPDATE AHEAD OF BOARD CALL	0.4	1,180.00	472.00
Total	B260 RESTRUCTURING COMMITTEE		23.3		29,480.00
L450 HEARING					
05/28/21	A HABERKORN	ATTENTION TO HEARING ON THE EQUITY RIGHTS OFFERING PROCEDURES AND THE BACKSTOP COMMITMENT AGREEMENTS	0.3	980.00	294.00
Total	L450 HEARING		0.3		294.00
Total			25.7		\$31,779.00

Disbursements

Copying (Copitrak - Internal)	\$3.00
Lasertrak Color Printing	210.00
Lasertrak Printing	57.90
Text Editing / Proofreading	30.60
Total Disbursements	\$301.50

Total Current Invoice **\$32,080.50**

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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

06/23/21
 Invoice: *****
 Page No. 6

<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
05/04/21	E101	Copying (Copitrak - Internal) - Johnson Jr., David Pages: 2	2.00	\$0.30
05/12/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 3	3.00	3.75
05/12/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 95	95.00	14.25
05/12/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 3	3.00	3.75
05/12/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 54	54.00	8.10
05/12/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 22	22.00	27.50
05/12/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 99	99.00	14.85
05/13/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 24	24.00	3.60
05/13/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 25	25.00	3.75
05/13/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 3	3.00	3.75
05/13/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 2	2.00	2.50
05/24/21	E101	Copying (Copitrak - Internal) - Johnson Jr., David Pages: 18	18.00	2.70
05/25/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 77	77.00	96.25
05/25/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 6	6.00	0.90
05/26/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 19	19.00	23.75
05/26/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 69	69.00	10.35
05/27/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 13	13.00	16.25
05/27/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 26	26.00	32.50
05/27/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 14	14.00	2.10
Total for E101 - Lasertrak Color Printing				\$270.90
05/10/21	E103	TEXT EDITING / PROOFREADING - JOB NUMBER: 266041 - Revise file for K. Zhu. - Zhu, Kai - kaizhu@omm.com	0.50	\$22.50
05/11/21	E103	TEXT EDITING / PROOFREADING - JOB NUMBER: 268669 - Redline PDFs for K. Zhu - Zhu, Kai - kaizhu@omm.com	0.18	8.10
Total for E103 - Text Editing / Proofreading				\$30.60

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
Matter: 0264910-00001

06/23/21
Invoice: *****
Page No. 7

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	10.8	15,930.00
DANIEL S. SHAMAH	Partner	1,180.00	7.0	8,260.00
ADAM P. HABERKORN	Counsel	980.00	7.0	6,860.00
KAI ZHU	Associate	810.00	0.9	729.00
Total			25.7	31,779.00

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Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

June 23, 2021
OMM Matter: 0264910-00001
Invoice: *****
Contact: DAVID J. JOHNSON JR.

PENDING/SPECIAL COMMITTEE ADVICE

For Professional Services Rendered Through May 31, 2021

Total Fees	\$31,779.00
Total Disbursements	\$301.50
Total Current Invoice	\$32,080.50

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

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Please include 0264910-00001 / *** number and/or D JOHNSON JR. in Advice**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY LLC, et al.,	§	Case No. 20-33948 (MI)
	§	
Debtors.¹	§	(Jointly Administered)
	§	
	§	

**MONTHLY FEE STATEMENT OF O’MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM JUNE 1, 2021 THROUGH JUNE 30, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from June 1, 2021 through June 30, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	2.60	\$1,475.00	\$3,835.00
Daniel S. Shamah	Partner	2007 - NY	18.00	\$1,180.00	\$21,240.00
Adam P. Haberkorn	Counsel	2015 - NY	24.80	\$980.00	\$24,304.00
Kai Zhu	Associate	2018 - NY	50.00	\$810.00	\$8,181.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Case Administration	0.40	\$324.00
Restructuring Committee	3.00	\$3,953.00
Hearing	37.00	\$37,336.00
Plan & Disclosure Statement	15.10	\$15,947.00

4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. The disbursements incurred by OMM for this Statement are as follows:

Expense Category	Total Expenses
Copying/Printing	\$142.45
Text Editing	\$11.25
Total	\$153.70

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$46,201.70 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$57,560.00
20% Holdback	\$11,512.00
80% of Fees	\$46,048.00
Costs (100%)	\$153.70
Total	\$46,201.70

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of (i) \$46,048.00 (80% of \$57,560.00) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee by OMM and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$153.70 incurred on behalf of the Restructuring Committee by OMM.

Dated: August 2, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

July 29, 2021
OMM Matter: 0264910-00001
Invoice: 1093698
Contact: DAVID J. JOHNSON JR.

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through June 30, 2021

Total Fees	\$57,560.00
Total Disbursements	\$153.70
Total Current Invoice	\$57,713.70

Outstanding Invoices as of 07/29/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1091160	06/23/21	\$96,929.00	\$(78,940.30)	\$0.00	\$17,988.70
1091161	06/23/21	32,080.50	0.00	0.00	32,080.50
Total Outstanding Invoices					\$50,069.20
Total Amount Due					\$107,782.90

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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/29/21
 Invoice: 1093698
 Page No. 2

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through June 30, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B110 CASE ADMINISTRATION					
06/01/21	K ZHU	ATTENTION TO CORRESPONDENCE W/ WEIL.	0.3	810.00	243.00
06/30/21	K ZHU	CORRESPONDENCE W/ WEIL TEAM RE FEE APPLICATION.	0.1	810.00	81.00
Total	B110 CASE ADMINISTRATION		0.4		324.00
B160 FEE/EMPLOYMENT APPLICATIONS					
06/01/21	A HABERKORN	CALL WITH K. ZHU REGARDING RETENTION ORDER AND FEE APPLICATION.		No Charge	
06/02/21	K ZHU	CALL W/ A. HABERKORN (0.3); REVIEW INTERIM COMP ORDER, UST FEE GUIDELINES (1.5); RESEARCH INTERIM FEE APPLICATION PRECEDENT (1.7); DRAFT INTERIM FEE APPLICATION (5.0).		No Charge	
06/03/21	K ZHU	DRAFT INTERIM FEE STATEMENT.		No Charge	
06/03/21	K ZHU	ATTENTION TO CORRESPONDENCES RE BILLING DETAILS.		No Charge	
06/05/21	K ZHU	DRAFT INTERIM FEE APPLICATION.		No Charge	
06/06/21	K ZHU	DRAFT FEE APPLICATION.		No Charge	
06/07/21	K ZHU	DRAFT FEE APPLICATION.		No Charge	
06/08/21	K ZHU	REVIEW BILLING ENTRIES RE FEE APPLICATION.		No Charge	
06/08/21	A HABERKORN	REVIEWING DRAFT FEE APPLICATION AND TIME DETAIL REPORT.		No Charge	
06/09/21	K ZHU	ATTENTION TO CORRESPONDENCES RE FEE APPLICATION.		No Charge	
06/09/21	A HABERKORN	FURTHER ATTENTION TO TIME ENTRIES FOR FEE APPLICATION.		No Charge	
06/10/21	K ZHU	ATTENTION TO CORRESPONDENCES RE BILLING ENTRIES.		No Charge	
06/10/21	A HABERKORN	FINALIZED INITIAL COMMENTS TO THE DRAFT FEE APPLICATION AND TIME ENTRIES.		No Charge	
06/11/21	K ZHU	ATTENTION TO RECONCILING BILLING ENTRIES FOR FEE APPLICATION.		No Charge	
06/12/21	K ZHU	REVISE FEE APPLICATION.		No Charge	

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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/29/21
 Invoice: 1093698
 Page No. 3

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
06/14/21	K ZHU	CORRESPONDENCE TO M. ARMBRUSTER RE REVISIONS TO BILLING SPREADSHEET.		No Charge	
06/14/21	K ZHU	REVIEW BILLING SPREADSHEET FROM M. ARMBRUSTER.		No Charge	
06/15/21	K ZHU	CORRESPONDENCES W/ A. HABERKORN RE FEE STATEMENTS.		No Charge	
06/15/21	K ZHU	REVIEW BILLING SPREADSHEET TO CONSOLIDATE FIGURES FOR FEE APPLICATION.		No Charge	
06/15/21	K ZHU	REVISE FEE APPLICATION.		No Charge	
06/15/21	K ZHU	REVISE FEE APPLICATION FOR A. HABERKORN.		No Charge	
06/15/21	K ZHU	CONF W/ A. HABERKORN AND M. ARMBRUSTER RE BILLING INFORMATION.		No Charge	
06/16/21	K ZHU	REVIEW ACCOUNTING SPREADSHEETS FOR FEE STATEMENTS.		No Charge	
06/16/21	A HABERKORN	RESPONDING TO EMAILS REGARDING FEE APPLICATION.		No Charge	
06/16/21	K ZHU	CORRESPONDENCES W/ PARAPROFESSIONALS RE FEE STATEMENT.		No Charge	
06/16/21	K ZHU	CALCULATE FIGURES RE FEE STATEMENT EXHIBITS.		No Charge	
06/16/21	K ZHU	REVISE DRAFT FEE STATEMENT IN ACCORDANCE W/ COMMENTS.		No Charge	
06/18/21	A HABERKORN	WORKING ON EDITS TO THE FEE APPLICATION AND MONTHLY FEE STATEMENTS, CORRESPONDING WITH THE BILLING TEAM.		No Charge	
06/19/21	K ZHU	ATTENTION TO MAY MONTHLY FEE STATEMENT.		No Charge	
06/21/21	D SHAMAH	REVISING MONTHLY FEE STATEMENTS		No Charge	
06/21/21	K ZHU	ADDITIONAL REVISIONS TO FEE STATEMENTS.		No Charge	
06/22/21	K ZHU	REVIEW REVISED BILLING MATERIAL.		No Charge	
06/22/21	K ZHU	REVISE FEE STATEMENTS IN ACCORDANCE WITH REVISED BILLING ENTRIES.		No Charge	
06/23/21	K ZHU	FINAL REVISIONS TO FEE APPLICATIONS.		No Charge	
06/30/21	K ZHU	FINALIZE FEE APPLICATION.		No Charge	

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 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/29/21
 Invoice: 1093698
 Page No. 4

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
06/30/21	A HABERKORN	REVIEWED REVISED INTERIM FEE APPLICATION.		No Charge	
Total	B160 FEE/EMPLOYMENT APPLICATIONS		0.0		0.00
B260 BOAD OF DIRECTORS MATTERS					
06/01/21	D SHAMAH	ATTENDING BOARD MEETING	1.1	1,180.00	1,298.00
06/01/21	D JOHNSON JR.	ATTENTION TO BOARD CONSIDERATIONS; REVIEW MATERIALS RE SAME (0.3); ATTENTION TELEPHONIC BOARD MEETING W/ BOARD, WEIL REPRESENTATIVES, D. SHAMAH OF OMM (1.0); CORRESPONDENCE RE SAME (0.1)	1.4	1,475.00	2,065.00
06/08/21	D SHAMAH	UPDATE ON BANKRUPTCY PROCEEDINGS	0.3	1,180.00	354.00
06/19/21	D SHAMAH	UPDATE ON CONFIRMATION	0.2	1,180.00	236.00
Total	B260 BOAD OF DIRECTORS MATTERS		3.0		3,953.00
B320 PLAN & DISCLOSURE STATEMENT					
06/03/21	D SHAMAH	REVIEWING RESERVATION OF RIGHTS RE MOTION TO AMEND, EMAILS WITH TEAM RE SAME	0.6	1,180.00	708.00
06/03/21	A HABERKORN	REVIEWED OBJECTIONS TO CONFIRMATION OF THE PLAN OF REORGANIZATION.	2.2	980.00	2,156.00
06/04/21	D SHAMAH	REVIEWING FILED DRAFT RESERVATION OF RIGHTS RE FAIRFIELD COMPLAINT	0.4	1,180.00	472.00
06/04/21	A HABERKORN	FINISHED REVIEW OF OBJECTIONS TO CONFIRMATION OF THE PLAN.	2.7	980.00	2,646.00
06/07/21	D SHAMAH	UPDATE ON CONFIRMATION PROCEEDINGS	0.4	1,180.00	472.00
06/11/21	D SHAMAH	CALL WITH J. LIOU RE STATUS UPDATE ON CONFIRMATION	0.5	1,180.00	590.00
06/14/21	D SHAMAH	REVIEWING CONFIRMATION BRIEFS	0.8	1,180.00	944.00
06/16/21	D SHAMAH	REVIEWING UPDATES ON CONFIRMATION	1.3	1,180.00	1,534.00
06/17/21	D SHAMAH	UPDATES ON CONFIRMATION HEARING FROM TEAM	0.5	1,180.00	590.00
06/17/21	K ZHU	REVISIONS TO FEE STATEMENT.	2.5	810.00	2,025.00
06/17/21	A HABERKORN	WORKING ON EDITS TO THE FEE APPLICATION AND MONTHLY FEE STATEMENTS.	1.6	980.00	1,568.00
06/20/21	D SHAMAH	EMAILS RE DRAFT CONFIRMATION ORDER	0.4	1,180.00	472.00

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/29/21
 Invoice: 1093698
 Page No. 5

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
06/24/21	D JOHNSON JR.	ATTENTION TO CONFIRMATION HEARING MATTERS; ATTEND PORTIONS; CORRESPONDENCE RE SAME; CONFER RE SAME	1.2	1,475.00	1,770.00
Total	B320 PLAN & DISCLOSURE STATEMENT		15.1		15,947.00
L450 TRIAL AND HEARING ATTENDANCE					
06/08/21	K ZHU	SUMMARIZE 6/8 HEARING.	0.5	810.00	405.00
06/08/21	K ZHU	ATTEND 6/8 HEARING.	2.6	810.00	2,106.00
06/15/21	D SHAMAH	EMAILS WITH WEIL, BOARD RE BOARD CALL AND CONFIRMATION HEARING	0.3	1,180.00	354.00
06/17/21	K ZHU	ATTEND 6/17/2021 PRETRIAL CONFERENCE	1.1	810.00	891.00
06/21/21	A HABERKORN	ATTENDED THE FIRST DAY OF THE PLAN CONFIRMATION HEARING.	7.0	980.00	6,860.00
06/21/21	K ZHU	ATTEND CONFIRMATION HEARING.	3.0	810.00	2,430.00
06/21/21	D SHAMAH	ATTENDING CONFIRMATION HEARING (PARTIAL)	5.3	1,180.00	6,254.00
06/22/21	A HABERKORN	ATTENDED DAY 2 OF THE PLAN CONFIRMATION HEARING, PROVIDED AN UPDATE TO THE CLIENTS.	3.0	980.00	2,940.00
06/22/21	D SHAMAH	ATTENDING CONFIRMATION HEARING (PARTIAL)	1.2	1,180.00	1,416.00
06/23/21	A HABERKORN	ATTENDED DAY 3 OF THE PLAN CONFIRMATION HEARING.	4.0	980.00	3,920.00
06/23/21	D SHAMAH	ATTENDING CONFIRMATION HEARING (PARTIAL)	4.2	1,180.00	4,956.00
06/24/21	A HABERKORN	REVIEWED THE REVISED PROPOSED CONFIRMATION ORDER AND ATTENDED DAY 4 OF THE PLAN CONFIRMATION HEARING, PROVIDED A BRIEF UPDATE THE CLIENTS.	2.5	980.00	2,450.00
06/24/21	D SHAMAH	ATTENDING CONFIRMATION HEARING (PARTIAL)	0.5	1,180.00	590.00
06/25/21	A HABERKORN	REVIEWED REVISED PROPOSED CONFIRMATION ORDER AND ATTENDED THE FINAL DAY OF THE PLAN CONFIRMATION HEARING.	1.8	980.00	1,764.00
Total	L450 TRIAL AND HEARING ATTENDANCE		37.0		37,336.00
Total			55.5		\$57,560.00

Disbursements

Lasertrak Color Printing	\$126.25
Lasertrak Printing	16.20
Text Editing / Proofreading	11.25

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
Matter: 0264910-00001

07/29/21
Invoice: 1093698
Page No. 6

Total Disbursements **\$153.70**

Total Current Invoice **\$57,713.70**

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By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/29/21
 Invoice: 1093698
 Page No. 7

<u>Date</u>	<u>Cost Type</u>	<u>Description</u>	<u>Qty</u>	<u>Amount</u>
06/02/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 61	61.00	\$76.25
06/15/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 20	20.00	25.00
06/15/21	E101	Lasertrak Color Printing - Johnson Jr., David Pages: 20	20.00	25.00
06/15/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 54	54.00	8.10
06/15/21	E101	Lasertrak Printing - Johnson Jr., David Pages: 54	54.00	8.10
Total for E101 - Lasertrak Color Printing				\$142.45
06/17/21	E103	TEXT EDITING / PROOFREADING - JOB NUMBER: 329982 - Format Excel to Print for M. Armbruster - Armbruster, Madison - marmbruster@omm.com	0.25	\$11.25
Total for E103 - Text Editing / Proofreading				\$11.25

Due upon receipt. Please remit to:

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By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
Matter: 0264910-00001

07/29/21
Invoice: 1093698
Page No. 8

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	2.6	3,835.00
DANIEL S. SHAMAH	Partner	1,180.00	18.0	21,240.00
ADAM P. HABERKORN	Counsel	980.00	24.8	24,304.00
KAI ZHU	Associate	810.00	10.1	8,181.00
Total			55.5	57,560.00

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

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F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

July 29, 2021
OMM Matter: 0264910-00001
Invoice: 1093698
Contact: DAVID J. JOHNSON JR.

PENDING/SPECIAL COMMITTEE ADVICE

For Professional Services Rendered Through June 30, 2021

Total Fees	\$57,560.00
Total Disbursements	\$153.70
Total Current Invoice	\$57,713.70

Outstanding Invoices as of 07/29/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1091160	06/23/21	\$96,929.00	\$(78,940.30)	\$0.00	\$17,988.70
1091161	06/23/21	32,080.50	0.00	0.00	32,080.50

Total Outstanding Invoices	\$50,069.20
Total Amount Due	\$107,782.90

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093698 number and/or D JOHNSON JR. in Advice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY LLC, et al., Debtors.¹	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
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**MONTHLY FEE STATEMENT OF O'MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM JULY 1, 2021 THROUGH JULY 31, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from July 1, 2021 through July 31, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	1.20	\$1,475.00	\$1,770.00
Daniel S. Shamah	Partner	2007 - NY	0.50	\$1,180.00	\$590.00
Adam P. Haberkorn	Counsel	2015 - NY	1.80	\$980.00	\$1,764.00
Kai Zhu	Associate	2018 - NY	2.30	\$810.00	\$1,863.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Case Administration	0.60	\$671.00
Restructuring Committee	1.60	\$2,162.00
Hearing	3.6	\$3,154.00

4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. No disbursements were incurred for this Statement.

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$4,789.60 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$5,987.00
20% Holdback	\$1,197.00
80% of Fees	\$4,789.60
Costs (100%)	\$0
Total	\$4,789.60

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of \$4,789.60 (80% of \$5,987.00) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee by OMM.

Dated: August 2, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

July 30, 2021
OMM Matter: 0264910-00001
Invoice: 1093657
Contact: DAVID J. JOHNSON JR.

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through July 28, 2021

Total Fees	\$5,987.00
Total Current Invoice	\$5,987.00

Outstanding Invoices as of 07/30/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1085772	06/23/21	\$121,778.85	\$(121,778.85)	0.00	0.00
1091160	06/23/21	\$96,929.00	\$(78,940.30)	0.00	\$17,988.70
1091161	06/23/21	32,080.50	0.00	0.00	32,080.50
1093698	07/30/21	57,713.70	0.00	0.00	57,713.70
Total Outstanding Invoices					\$107,782.90
Total Amount Due					\$113,769.90

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093657 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

07/30/21
 Invoice: 1093657
 Page No. 2

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through July 28, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B110 CASE ADMINISTRATION					
07/06/21	K ZHU	CORRESPONDENCES RE MOTION SEEKING STAY PENDING APPEAL.	0.1	810.00	81.00
07/09/21	D SHAMAH	UPDATE FROM A. HABERKORN ON LITIGATION IN BANKRUPTCY CASE	0.2	1,180.00	236.00
07/15/21	D SHAMAH	UPDATE ON INSURER ISSUES, CLOSING	0.3	1,180.00	354.00
Total	B110 CASE ADMINISTRATION		0.6		671.00
B260 BOAD OF DIRECTORS MATTERS					
07/14/21	A HABERKORN	REVIEWED D&O POLICIES AND SUMMARY PER CLIENT REQUEST.	0.4	980.00	392.00
07/14/21	D JOHNSON JR.	ATTENTION TO BOARD MATTERS; REVIEW MATERIALS AND CORRESPONDENCE RE SAME; CONFER RE SAME	1.2	1,475.00	1,770.00
Total	B260 BOAD OF DIRECTORS MATTERS		1.6		2,162.00
L450 TRIAL AND HEARING ATTENDANCE					
07/06/21	K ZHU	ATTEND HEARING RE MOTION SEEKING STAY PENDING APPEAL.	2.2	810.00	1,782.00
07/09/21	A HABERKORN	ATTENDED OMNIBUS HEARING REGARDING LIFT STAY MOTION AND RULE 2004 DISPUTE.	1.4	980.00	1,372.00
Total	L450 TRIAL AND HEARING ATTENDANCE		3.6		3,154.00
Total			5.8		\$5,987.00
Total Current Invoice					\$5,987.00

Due upon receipt. Please remit to:
By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33
Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093657 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
Matter: 0264910-00001

07/30/21
Invoice: 1093657
Page No. 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	1.2	1,770.00
DANIEL S. SHAMAH	Partner	1,180.00	0.5	590.00
ADAM P. HABERKORN	Counsel	980.00	1.8	1,764.00
KAI ZHU	Associate	810.00	2.3	1,863.00
Total			5.8	5,987.00

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By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1093657 number and/or D JOHNSON JR. in Advice



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1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

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F: +1 310 246 6779
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Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

July 30, 2021
OMM Matter: 0264910-00001
Invoice: 1093657
Contact: DAVID J. JOHNSON JR.

PENDING/SPECIAL COMMITTEE ADVICE

For Professional Services Rendered Through July 28, 2021

Total Fees	\$5,987.00
Total Current Invoice	\$5,987.00

Outstanding Invoices as of 07/30/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1085772	06/23/21	\$121,778.85	\$(121,778.85)	0.00	0.00
1091160	06/23/21	\$96,929.00	\$(78,940.30)	0.00	\$17,988.70
1091161	06/23/21	32,080.50	0.00	0.00	32,080.50
1093698	07/30/21	57,713.70	0.00	0.00	57,713.70

Total Outstanding Invoices	\$107,782.90
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Total Amount Due	\$113,769.90
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For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436
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Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224
Please include 0264910-00001 / 1093657 number and/or D JOHNSON JR. in Advice

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY LLC, et al.,	§	Case No. 20-33948 (MI)
	§	
Debtors.¹	§	(Jointly Administered)
	§	
	§	

**MONTHLY FEE STATEMENT OF O’MELVENY & MYERS LLP FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSE AS
SPECIAL COUNSEL TO THE RESTRUCTURING COMMITTEE FOR THE PERIOD
FROM AUGUST 1, 2021 THROUGH AUGUST 27, 2021**

Pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 367] entered by the Court on September 17, 2020 (the “**Interim Compensation Order**”), O’Melveny & Myers LLP (“**OMM**”), special counsel to the restructuring committee of the Board of Directors (the “**Restructuring Committee**”) of the Debtors, submits this monthly statement of services rendered and expenses incurred in this case for the period from August 1, 2021 through August 27, 2021 (the “**Statement Period**”).

Itemization of Services Rendered by OMM

1. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

rates and the total number of hours spent by each individual providing services during the Statement Period for which OMM seeks compensation.

Name	Role	Bar Admission	Hours	Hourly Rate	Total
Daniel S. Shamah	Partner	2007 - NY	0.90	\$1,180.00	\$1,062.00
David J. Johnson Jr.	Partner	1985 - CA 2005 - DC 2006 - NY 2013 - HK	1.10	\$1,475.00	\$1,622.50
Kai Zhu	Associate	2018 - NY	12.00	\$810.00	\$9,720.00

2. The time records of OMM consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred are attached as **Exhibit A** to this Statement.

Itemization of Services Rendered and Disbursements Incurred By Category

3. The following itemization presents the services rendered by OMM by task categories, and provides a summary of disbursements incurred by category of disbursement. The following services rendered in the following task categories:

Task Category	Hours	Fees Earned
Restructuring Committee	2.00	\$2,684.50
Fee/Employment Applications	12.00	\$9,720.00

4. A detailed itemization of the services rendered in each of the above Task Categories is set forth in **Exhibit A**.

5. No disbursements were incurred for this Statement.

6. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$9,923.60 which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$12,404.50
20% Holdback	\$2,480.90
80% of Fees	\$9,923.60
Costs (100%)	\$0
Total	\$9,923.60

7. WHEREFORE, pursuant to the Interim Compensation Order, OMM requests payment of compensation in the amount of \$9,923.60 (80% of \$12,404.50) on account of actual, reasonable and necessary professional services rendered to the Restructuring Committee by OMM.

Dated: September 8, 2021

Respectfully Submitted,

By: /s/ Daniel S. Shamah

O'MELVENY & MYERS LLP

Daniel S. Shamah (admitted *pro hac vice*)

Adam P. Haberkorn (admitted *pro hac vice*)

Kai Zhu (admitted *pro hac vice*)

Times Square Tower

Seven Times Square

New York, New York 10036

Telephone: (212) 326-2000

Facsimile: (212) 326-2061

Attorneys for the

Restructuring Committee

Exhibit A



O'Melveny & Myers LLP
1999 Avenue of the Stars
8th Floor
Los Angeles, CA 90067-6035

T: +1 310 553 6700
F: +1 310 246 6779
omm.com

Taxpayer ID: 95-1066597

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

October 7, 2021
OMM Matter: 0264910-00001
Invoice: 1098948
Contact: DAVID J. JOHNSON JR.

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through August 27, 2021

Total Fees \$12,404.50

Total Current Invoice \$12,404.50

Outstanding Invoices as of 10/07/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1095865	09/08/21	\$1,245.00	\$(354.00)	\$0.00	\$891.00
1098949	10/07/21	2,217.00	0.00	0.00	2,217.00

Total Outstanding Invoices \$15,512.50

Total Amount Due \$15,512.50

Due upon receipt. Please remit to:

By Mail: O'Melveny & Myers LLP - P.O. Box 894436, Los Angeles, CA 90189-4436

By Wire Transfer: Citibank, N.A., NY, ABA # 021000089, SWIFT: CITIUS33

Beneficiary: O'Melveny & Myers LLP, Account No.: #4078-0224

Please include 0264910-00001 / 1098948 number and/or D JOHNSON JR. in Advice



Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
 Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
 Matter: 0264910-00001

10/07/21
 Invoice: 1098948
 Page No. 2

***PENDING*/SPECIAL COMMITTEE ADVICE**

For Professional Services Rendered Through August 27, 2021

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>	<u>Bill Rate</u>	<u>Amount</u>
B160 FEE/EMPLOYMENT APPLICATIONS					
08/09/21	K ZHU	ATTENTION TO FEE APPLICATION (0.6); CORRESPONDENCE W/ A. HABERKORN RE SAME (0.1).	0.7	810.00	567.00
08/19/21	K ZHU	CORRESPONDENCE W/ ALIXPARTNERS RE FINAL INVOICE.	0.1	810.00	81.00
08/23/21	K ZHU	CORRESPONDENCES RE FINAL INVOICE FOR ALIXPARTNERS.	0.2	810.00	162.00
08/24/21	K ZHU	DRAFT FINAL FEE APPLICATION.	1.0	810.00	810.00
08/24/21	K ZHU	ATTENTION TO INVOICE DISCREPANCIES RE FINAL INVOICE.	1.0	810.00	810.00
08/25/21	K ZHU	DRAFT FINAL FEE STATEMENT.	1.5	810.00	1,215.00
08/26/21	K ZHU	REVIEW BILLING DETAILS FOR FINAL FEE APPLICATION.	3.5	810.00	2,835.00
08/27/21	K ZHU	ATTENTION TO BILLING DETAILS RE FINAL FEE APPLICATION	4.0	810.00	3,240.00
Total	B160 FEE/EMPLOYMENT APPLICATIONS		12.0		9,720.00
B260 BOAD OF DIRECTORS MATTERS					
08/23/21	D SHAMAH	REVIEWING DRAFT MINUTES AHEAD OF BOARD MEETING	0.5	1,180.00	590.00
08/24/21	D JOHNSON JR.	ATTEND BOARD MEETING VIA CONF CALL (0.5); REVIEW MATERIALS RE SAME (0.6)	1.1	1,475.00	1,622.50
08/24/21	D SHAMAH	ATTENDING BOARD MEETING	0.4	1,180.00	472.00
Total	B260 BOAD OF DIRECTORS MATTERS		2.0		2,684.50
Total			14.0		\$12,404.50

Total Current Invoice **\$12,404.50**

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Client: SPECIAL COMMITTEE OF BOARD OF DIRECTORS OF FIELDWOOD ENERGY LLC
Matter Name: *PENDING*/SPECIAL COMMITTEE ADVICE
Matter: 0264910-00001

10/07/21
Invoice: 1098948
Page No. 3

Timekeeper Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
DAVID J. JOHNSON JR.	Partner	1,475.00	1.1	1,622.50
DANIEL S. SHAMAH	Partner	1,180.00	0.9	1,062.00
KAI ZHU	Associate	810.00	12.0	9,720.00
Total			14.0	12,404.50

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8th Floor
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F: +1 310 246 6779
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Taxpayer ID: 95-1066597

Remittance Page

JIM LACHANCE
BREAKPOINT ASSET MANAGEMENT
30 E 39TH ST, FL 2,
NEW YORK CITY, NY 10016

October 7, 2021
OMM Matter: 0264910-00001
Invoice: 1098948
Contact: DAVID J. JOHNSON JR.

PENDING/SPECIAL COMMITTEE ADVICE

For Professional Services Rendered Through August 27, 2021

Total Fees \$12,404.50

Total Current Invoice \$12,404.50

Outstanding Invoices as of 10/07/21

<u>Invoice</u>	<u>Date</u>	<u>Amount</u>	<u>Payments</u>	<u>Adjustments</u>	<u>Balance</u>
1095865	09/08/21	\$1,245.00	\$(354.00)	\$0.00	\$891.00
1098949	10/07/21	2,217.00	0.00	0.00	2,217.00

Total Outstanding Invoices \$15,512.50

Total Amount Due \$15,512.50

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

For questions, please contact Rachel Chan
rchan@omm.com
(213) 430-6459

O'Melveny & Myers LLP will never request changes to the banking information via email. Should you receive such a request via email, please contact Rachel Chan.

Due upon receipt. Please remit to:

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